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Special Counsel for Debtors and Debtors in Possession

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re:	)	
	)	
EASY STREET HOLDING, LLC, <i>et al.</i> ,	)	Bankruptcy Case No. 09-29905
	)	Jointly Administered with Cases
	)	09-29907 and 09-29908
	)	
Address: 201 Heber Avenue	)	Chapter 11
Park City, UT 84060	)	
	)	Honorable R. Kimball Mosier
Tax ID Numbers:	)	
35-2183713 (Easy Street Holding, LLC),	)	
20-4502979 (Easy Street Partners, LLC), and 84-	)	<b>[FILED ELECTRONICALLY]</b>
1685764 (Easy Street Mezzanine, LLC)	)	
	)	

**THIRD INTERIM AND FINAL FEE APPLICATION OF CORBIN B. GORDON, P.C.  
FOR COMPENSATION AND REIMBURSEMENT PURSUANT TO 11 U.S.C. §§ 330  
AND 331 AS SPECIAL COUNSEL FOR THE DEBTOR IN POSSESSION**

Corbin B. Gordon, P.C., special counsel for Easy Street Partners, LLC (“Partners”), Easy Street Mezzanine, LLC (“Mezzanine”), and Easy Street Holding, LLC (“Holding”) (together, Partners, Mezzanine, and Holding will be referred to as the “Debtors”), pursuant to 11 U.S.C. §§ 330 and 331, Federal Rule of Bankruptcy Procedure 2016, and the Fee Guidelines of the United States Trustee, hereby submits its joint Third Interim and Final Fee Application (the “Application”) for allowance and payment of interim compensation and reimbursement and final

payment and reimbursement in the total amount of \$32,303.61, which includes (1) interim compensation in the amount of \$7,272.00 for professional services rendered for the period May 1, 2010 through the date of this application (“Application Period”), (2) interim reimbursement in the amount of \$0.00 for expenses incurred, and (3) \$25,031.61 for previously approved fees under Corbin B. Gordon’s first and second interim fee applications, for a total amount of \$32,303.61.

## INTRODUCTION

### A. Case Background

1. The Debtors commenced these jointly-administered cases under Chapter 11 of the United States Bankruptcy Code by filing voluntary petitions on September 14, 2009 (the “Petition Date”). Each is operating its business as a debtor in possession pursuant to 11 U.S.C. §§ 1107 and 1108.

2. Partners is a limited liability company that owns and operates the Sky Lodge, a luxury boutique hotel in Park City, Utah, and related restaurants and businesses. Mezzanine owns 100% of the equity of Partners and Holding owns 100% of Mezzanine.

3. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

### B. Employment of Corbin B. Gordon, P.C.

1. On November 24, 2009, the Court entered its Order Approving the Debtors’ Employment of Corbin B. Gordon, P.C. as special counsel, effective as of September 14, 2009.

2. Corbin B. Gordon, P.C. did not receive any pre-petition retainer.

3. All services performed and expenses incurred for which compensation or reimbursement is sought were performed or incurred for and on behalf of the Debtors' estates and not for any other person or entity.

4. Corbin B. Gordon, P.C. has not shared or agreed to share compensation or reimbursement awarded in this case with any other person except as among the members and employees of the firm.

5. Corbin B. Gordon, P.C. has not made any agreements with the Debtors or others for compensation or reimbursement relating to this case which have not been disclosed to the Court.

C. Successful Steps Taken Toward Settlement of Gateway Lease Issues. Counsel was retained to address issues with the Gateway Center Lease. An evidentiary hearing was held before this court on April 28 and April 29, 2010, wherein the issue of safety with the leased space and the claim of breach of lease was presented to this court. An order outlining the court's decision and findings based on this hearing has been submitted to the court. In the past three months counsel has worked with an engineering expert to determine the scope of the safety issues dealing with the building, and preparing for the evidentiary hearing on this issue.

D. Interim Fee Procedures. On December 15, 2009, the Bankruptcy Court entered its Order Approving Motion and Establishing Monthly Fee and Expense Reimbursement Procedures (the "Interim Fee Procedures Order"). Pursuant to the Interim Fee Procedures Order, professionals representing the Debtors' estates may file and serve monthly fee requests. In general terms, subject to amounts available for payment to estate professionals, those

professionals requesting monthly payment of fees and expenses may be paid 100% of out-of-pocket expenses and up to 80% of fees on a monthly basis.

E. Payments Received by Corbin B. Gordon, P.C. Pursuant to the Interim Fee Procedures. Corbin B. Gordon, P.C. has filed and served six interim requests for payment of fees and expenses pursuant to the Interim Fee Procedures Order. On the first application for Interim Compensation Corbin B. Gordon, P.C. has received \$1606.39 and by order of the court is still owed \$2,349.61. On March 11, 2010, Corbin B. Gordon, P.C. filed its Third Interim Request for Payment of Fees and Expenses, in which its total fees and expenses for the month of January and February 2010 were \$6,256.00. On April 7, 2010, Corbin B. Gordon, P.C. filed its Fourth Interim Request for Payment of Fees and Expenses, in which its total fees and expenses for the month of March 2010 were \$3,708.00. On May 13, 2010, Corbin B. Gordon, P.C. filed its Fifth Interim Request for Payment of Fees and Expenses, in which its total fees and expenses for the month of April 2010 were \$12,718.00. At 100% of expenses and 80% of fees, Corbin B. Gordon, P.C. could be paid up to \$18,145.60 on account of its Second Interim Request for Payment. On July 9, 2010, Gordon filed his Third Interim Fee Application and Final Fee Application with total fees and expenses through the date of this filing at \$7,272.00. At 100% of expenses and 80% of fees, Corbin B. Gordon, P.C. could be paid \$5,817.60 on account of its Third Interim Fee Application. Payments received by Corbin B. Gordon, P.C. pursuant to the Interim Fee Procedure Order will be applied against fees and expenses allowed by the Court on account of this Application.

## II. THE PRESENT APPLICATION

### A. Billing Methodology

1. In this Application, Corbin B. Gordon, P.C. is requesting compensation for services provided and reimbursement of expenses incurred during the Application Period, May 1, 2010 through the date of this filing. A summary of fees and expenses requested, as required by the Fee Guidelines of the United States Trustee, is attached hereto as Exhibit 1. A summary of the expenses incurred, broken down by project category and by type of expense, is included below.

2. Corbin B. Gordon, P.C. 's services in this case are billed on an hourly-rate basis, consistent with Corbin B. Gordon, P.C. 's customary charges for comparably skilled and experienced practitioners in the area of landlord/tenant law.

3. In rendering services and incurring expenses on behalf of the estate, Corbin B. Gordon, P.C. makes reasonable efforts to use the most economical means and methods that are available and appropriate under the circumstances.

4. The education and experience of the Corbin B. Gordon, P.C. attorney providing service on behalf of the Examiner during the Application Period are detailed in the professional resume attached as Exhibit 2.

5. Given the education, experience, and expertise of the Corbin B. Gordon, P.C. attorney rendering services in this case, the rates charged are reasonable, and are the same as or lower than rates Corbin B. Gordon, P.C. typically charges to clients for similar services.

B. Services Performed on Behalf of the Estate

1. During the Application Period, Corbin B. Gordon, P.C. rendered services to the estate for which it seeks compensation in the total amount of \$7,272.00. Such services are detailed in the invoices which are attached hereto as Exhibit 3.

2. Corbin B. Gordon, P.C. has spent time performing services for the estate in only the area of negotiations with the Gateway Center Lease, as well as conducting an evidentiary hearing on the issue of the safety of the leased space and breach of lease issues.

3. The totals of the fees sought in this Application for services in this area are \$7,272.00.

C. Summary of Services in Each Project Category

A summary of the nature of each project category, a table indicating the names, billing rates, hours spent, and total amounts billed during the Application Period as to each Corbin B. Gordon, P.C. professional and paraprofessional in each project category, and a synopsis of the work performed during the Application Period in each project category, is provided in separate paragraphs below. A detailed description of the services rendered is set forth in the billing reports attached hereto as Exhibit 3.

1. Gateway Center Lease Negotiations

a. This project category is for services relating to negotiations concerning the Gateway Center Lease.

b. During the Application Period, Corbin B. Gordon, P.C. performed the following in this project category:

NAME (INITIALS)	TITLE/OFFICE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
Corbin B. Gordon	Shareholder	\$200	36.36	\$7,272.00
TOTAL HOURS			36.36	\$7,272.00

c. During the Application Period, services in this category included reviewing proposed orders in the Gateway dispute, replying to objection of fee application, and attending the confirmation hearing.

2. Corbin B. Gordon, P.C. Fee and Employment Applications

a. This project category is for time spent drafting and filing the Debtors' application to employ Corbin B. Gordon, P.C. and interim fee requests authorized by the court.

b. During the Application Period, the following Corbin B. Gordon, P.C. professional provided services to the estate in this project category:

NAME (INITIALS)	TITLE/OFFICE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
Corbin B. Gordon	Shareholder	\$200.00	0	\$ .00
TOTAL HOURS			0	\$ .00

D. Reimbursement of Expenses

1. During the Application Period, Corbin B. Gordon, P.C. incurred actual and necessary expenses in the total amount of \$ 0.00 in connection with the professional services rendered to the estates.

E. Request for Allowance of Fees

1. Corbin B. Gordon, P.C. seeks to have its fees and expenses allowed in the full amount set forth in this Application.

2. Corbin B. Gordon, P.C. has used its billing discretion and has, where appropriate, voluntarily reduced its fees and expenses consistent with the U.S. Trustee Guidelines and the prior practice of this Court.

WHEREFORE, Corbin B. Gordon, P.C. prays:

1. That interim compensation and reimbursement be awarded to Corbin B. Gordon, P.C. in the total amount of \$7,272.00 which includes \$7,272.00 for professional services rendered and \$0.00 for expenses incurred during the Application Period;
2. That final compensation be approved for \$32,303.61 for all professional services rendered to the bankruptcy estate;
3. That such amounts be allowed as priority administrative expenses of the estate in Chapter 11 pursuant to 11 U.S.C. §§ 503(b)(2) and 507(a)(1);
4. That the Debtors be authorized, pursuant to 11 U.S.C. §§ 330 and 331, to pay such further allowed amounts from the estates as set forth herein.

DATED this 9<sup>th</sup> day of July, 2010.

CORBIN B. GORDON, P.C.

By: /s/ Corbin B. Gordon  
Corbin B. Gordon  
345 West 600 South, Suite 108  
Heber City, UT 84032  
Telephone: (435) 657-0984  
Facsimile: (888) 822-8796

Special Counsel for the Debtors and Debtors  
in Possession



**CERTIFICATE OF SERVICE**

I certify that on this 9<sup>th</sup> day of July, 2010, I caused to be served a copy of Corbin B.

Gordon's First Application for Interim Compensation and Reimbursement for the period January 1, 2010 through April 30, 2010 via email on the following:

Easy Street Partners, LLC  
Easy Street Mezzanine, LLC  
Easy Street Holding, LLC  
Attn: William Shoaf  
4780 Winchester Court  
Park City, UT 84098-7528  
bshoaf@cloudnineresorts.com

Michael V. Blumenthal  
Crowell & Moring  
590 Madison Avenue, 20th Floor  
New York, NY 10022  
mblumenthal@crowell.com

John T. Morgan  
Office of the United States Trustee  
405 South Main Street, Suite 300  
Salt Lake City, UT 84111  
john.t.morgan@usdoj.gov

Jeffrey W. Shields  
Lon A. Jenkins  
Jones Waldo Holbrook & McDonough  
170 South Main Street, Suite 1500  
Salt Lake City, UT 84101  
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James Winikor  
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Richard W. Havel  
Sidley Austin LLP  
555 West Fifth Street  
Los Angeles, CA 90013  
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Annette W. Jarvis  
Dorsey & Whitney, LLP  
136 South Main Street, Suite 1000  
Salt Lake City, UT 84101  
jarvis.annette@dorsey.com

/s/ Corbin Gordon

# EXHIBIT 1

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re:

EASY STREET HOLDING, LLC, *et al.*,

Bankruptcy Case No. 09-29905  
Jointly Administered with Cases  
09-29907 and 09-29908

Address: 201 Heber Avenue  
Park City, UT 84060

Chapter 11

Honorable R. Kimball Mosier

Tax ID Numbers:

35-2183713 (Easy Street Holding, LLC), )  
 20-4502979 (Easy Street Partners, LLC), and 84-) )  
 1685764 (Easy Street Mezzanine, LLC) )

[FILED ELECTRONICALLY]

## SUMMARY REQUIRED BY UNITED STATES TRUSTEE GUIDELINES

Fees Previously Requested:

\$26,638.00

NAME OF APPLICANT:

Fees Previously Paid:

\$1,606.39

Corbin B. Gordon, P.C.

Expenses Previously Requested:

\$0.00

ROLE IN THE CASE:

Expenses Previously Paid:

\$0.00

Special Counsel for Debtor in Possession

Retainer Paid:

\$.00

CURRENT APPLICATION:

Fee Requested

\$7,272.00

Expenses Requested

\$ .00

NAME OF PROFESSIONAL/ PARALEGAL	YEAR ADMITTED TO PRACTICE	HOURS BILLED CURRENT APPLICATION	RATE	TOTAL FOR APPLICATION
<u>SHAREHOLDERS</u>				
Corbin B. Gordon	2001	36.36	\$200	\$7,272.00

# EXHIBIT 2

**CORBIN B. GORDON** is a sole practitioner in Wasatch County with practice areas in real estate development, entitlement, landlord/tenant law, water law, and civil litigation. He is also an experienced mediator in all of the areas listed above.

Previously, Mr. Gordon practiced at the law firm of Dunbeck & Gordon. He received his bachelor's degree in English from Brigham Young University in 1998. Mr. Gordon received his J.D. from the University of Utah in 2001. While in law school he was named outstanding student in International Law, Comparative Law, and Hebrew Law, and was also a member of the school's four member trial advocacy team. He is presently serving as the Wasatch County Bar President.

# EXHIBIT 3

**MAY AND JUNE 2010**

***Corbin B. Gordon, P.C.***

345 West 600 South  
Heber City, , UT 84032

Ph:435-657-0984

Fax:435-657-2436

Easy Street Partners, L.L.C.  
Gateway Center, Suite 303  
136 Heber Avenue  
Park City, Utah  
84060

July 1, 2010

**Attention:** Bill Shoaf

File #: SheoffBill

Inv #: 734

**RE:** Lease Dispute

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
May-04-10	Review proposed order and leave message for Ken.	0.35	70.00	CBG
May-10-10	Draft supplemental disclosure, second interim fee request and fifth professional fee request.	3.60	720.00	CBG
May-12-10	Speak with Ken about issues with objection to fees and interim fee applications.	0.20	40.00	CBG
May-13-10	Edit supplemental disclosure. Finalize fifth fee application and second interim application. File.	2.80	560.00	CBG
	Review suggestions from Ken on supplemental disclosure. Edit and finalize.	0.39	78.00	CBG
	Finalize and send supplemental disclosure.	0.29	58.00	CBG
Jun-01-10	Draft reply to objection.	1.10	220.00	CBG
	Edit reply. Speak with Ken about bankruptcy court issues.	2.10	420.00	CBG
	Draft response and send to Ken for review.	1.97	394.00	CBG
Jun-04-10	Leave a message for Ken.	0.05	10.00	CBG
Jun-09-10	Review edits by Ken. Speak with Ken about	1.30	260.00	CBG



appropriate addresses on certificate of service.  
 Finalize and send.

Jun-21-10	Review e-mail and pleading on request for administrative expense. Review e-mails between Easy Street and Ken Cannon. Review objection filed by unsecured creditors. Speak with Ken.	0.40	80.00	CBG
Jun-24-10	Review on pleadings on objection to fees. Prepare for oral argument.	2.10	420.00	CBG
	Speak with Ken about hearing. Review Envirodyne case cited in opposition's brief. Pull 327(a) and review. Outline response to case. Draft argument for court.	1.96	392.00	CBG
Jun-25-10	Prepare for and attend confirmation hearing to argue for approval of fee application.	9.00	1,800.00	CBG
Jun-28-10	Attend second day of confirmation hearing. Argue for approval of fee application.	8.75	1,750.00	CBG
	Totals	36.36	\$7,272.00	

**Total Fee & Disbursements**

**\$7,272.00**

Previous Balance

25,455.61

**Balance Now Due**

**\$32,727.61**

TAX ID Number 11-3649782